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February 4, 1999

SECRETARY OF STATE  
Division of Corporation  
P. O. Box 6327  
Tallahassee, FL 32314

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--02/08/99--01099--018  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

RE: Filing of Corporation

EFFECTIVE DATE

2-1-99

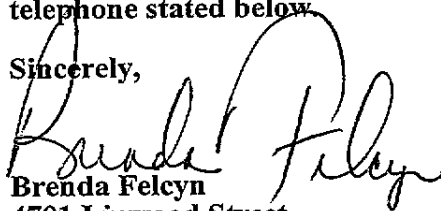
TO WHOM IT MAY CONCERN:

Enclosed please find the original Articles of Incorporation, which is in need of filing for setting up and establishing my corporation.


Also enclosed please find my check, in the amount of \$78.75, payable to the Secretary of State for the filing of the Corporation and to also obtain a certified copy of the Aritcles of Corporation.

Thank you in advance for your prompt attention in this matter and if you should need any further assistance, please do not hesitate to contact me at the address or telephone stated below.

Sincerely,

  
Brenda Felcyn  
4701 Linwood Street  
Sarasota, FL 34232  
Home #941/378-1970  
Work #941/927-4771

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 FEB -8 PM 2:49

  
AUTHORIZATION BY PHONE TO  
CORRECT eff. Date  
DATE 2/19/99  
DOC. EXAM Doris Brown

D. BROWN FEB 10 1999

**EFFECTIVE DATE**  
2-1-99

**Articles Of Incorporation  
Of  
Quality First Title, Inc.**

FILED  
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DIVISION OF CORPORATIONS  
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The undersigned subscriber to the articles of incorporation, who is a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida as follows:

**Article I.**

**Name**

The name of this corporation is Quality First Title, Inc.

**Article II.**

**Term of Existence**

The date when corporate existence shall commence shall be the date of subscription and acknowledgement of these articles, and the corporation shall have perpetual existence thereafter.

**Article III.**

**Nature of Business**

This corporation is organized to engage in any and all lawful businesses.

**Article IV.**

**Powers**

The corporation shall have power:

- (a) To have perpetual succession by its corporation name.
- (b) To sue and be sued, complain, and defend in its corporate name in all actions or proceedings.
- (c) To have a corporate seal, which may be altered at pleasure, and to use the same by causing it, or a facsimile thereof, to be impressed, affixed, or in any other manner reproduced.

(d) To purchase, take, receive, lease, or otherwise acquire, own, hold, improve, use and otherwise deal in and with real or personal property or any interest therein, wherever situated.

(e) To sell, convey, mortgage, pledge, create a security interest in, lease, exchange, transfer, and otherwise dispose of all or any part of its property and assets.

(f) To lend money to and use its credit to assist its officers and employees to the full extent permitted by law.

(g) To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of, and otherwise use and deal in and with, shares or other interests in, or obligations of, other domestic or foreign corporations, associations, partnerships or individuals, or direct or indirect obligations of the United States or of any other municipality or of any instrumentality thereof.

(h) To make contracts and guarantees and incur liabilities, borrow money at such rates of interest as the corporation may determine, issue its notes, bonds, and other obligations, and secure any of its obligations by mortgage or pledge of all or any of its property, franchises, and income.

(i) To lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security for the payment of funds so loaned or invested.

(j) To conduct its business, carry on its operations, and have offices and exercise the powers granted by this act within or without this state.

(k) To elect or appoint officers or agents of the corporation and define their duties and fix their compensation.

(l) To make and alter bylaws, not inconsistent with these articles of incorporation and the laws of this state, for the administration and regulation of the affairs of the corporation.

(m) To make donations for the public welfare or for charitable scientific or educational purposes.

(n) To transact any lawful business which the board of directors shall find will be in aid of governmental policy.

(o) To pay pensions and establish pension plans, profit sharing plans, stock bonus plans, stock option plans, and other incentive plans for any or all of its directors, officers, and employees and for any or all of the directors, officers, and employees of its subsidiaries.

(p) To be a promoter, incorporator, partner, member, associate, or manager of any corporation, partnership, joint venture, trust or other enterprise.

(q) To have and exercise all powers necessary or convenient to effect its purposes.

#### **Article V.**

##### **Capital Stock**

This corporation is authorized to issue 10,000 shares of one dollar (\$1.00) par value common stock, which may be fractional shares. All stock, when issued, shall be fully paid and non-assessable.

#### **Article VI**

##### **Initial Registered Office and Agent**

The street address of the initial registered office of this corporation is 4701 Linwood Street, Sarasota, Florida, 34232, and the name of its initial registered agent at such address is Brenda L. Felcyn. Office of operation will be located at Linwood (4701) Street, Sarasota, Florida, 34232, Phone (941) 378-1970.

## **Article VII**

### **Directors**

The corporation shall have one director initially. The number of directors may be increased or diminished from time to time by bylaws adopted by the board of directors; but any amendment to the bylaws which either increase or decrease the number of directors shall be ratified by holders of a majority of the outstanding shares of stock of the corporation, provided that the corporation shall always have at least one director. The name and address of the initial director of this corporation, who shall serve until his successor is duly elected and qualified is:

#### **Name**

#### **Address**

Brenda L. Felcyn

4701 Linwood Street, Sarasota, FL 34232

## **Article VIII.**

### **Subscriber.**

The name and street address of the incorporator signing these articles of incorporation is:

#### **Name**

#### **Address**

Brenda L. Felcyn

4701 Linwood Street  
Sarasota, FL 34232

## **Article IX.**

### **Special Provisions**

The power to adopt, alter, amend or repeal bylaws shall be vested in the board of directors of this corporation.

**Article X.**

**Indemnification**

The corporation shall indemnify any director or officer or any former director or officer, to the full extent permitted by law.

**Article XI.**

**Preemptive Rights**

Each shareholder of the corporation shall be entitled to full preemptive rights to acquire his proportional part of any unissued or treasury shares of the corporation, or securities of the corporation convertible into or carrying a right to subscribe to or acquire such shares, which may be issued at any time by the corporation.

**Article XII.**

**Removal of Directors**

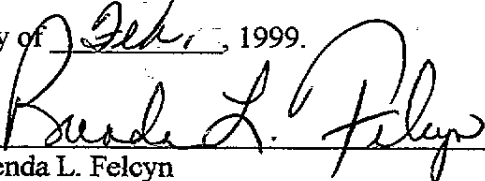
The shareholders of this corporation shall be entitled to remove any director from office at any time for any reason whatsoever, whether or not there is cause for removal.

**Article XIII.**

**Amendment**

These articles of incorporation may be amended in the manner provided by law.

**IN WITNESS WHEREOF**, the undersigned subscriber has executed these articles of incorporation on the 1<sup>st</sup> day of Feb., 1999.

  
Brenda L. Felcyn

STATE OF FLORIDA

COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me on Feb. 1, 1999,  
by Brenda L. FELCYN who is personally known to me.

Susan Spears  
Notary Public  
My Commission Expires:



Susan Spears  
MY COMMISSION # 00583087 EXPIRES  
October 20, 2000  
BONDED THRU TROY FARM INSURANCE, INC.

Acceptance:

I hereby agree, as Registered Agent, to accept Service of Process, to keep the office open during prescribed hours; to post my name (and any other officers of said corporation authorized to accept service of process at the above Florida designated address) in some conspicuous place in the office as required by law. I am familiar with and accept the obligations provided for in 607.325 of the Florida Statutes.

Brenda L. Felcyn  
Brenda L. Felcyn, Registered Agent

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SECRETARY OF STATE  
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